A meeting of the Rhode Island Turnpike and Bridge Authority was held on Tuesday, January 25, 2011 at 8:30 A.M. at the Jamestown Police Department Conference Room, 250 Conanicus Avenue in Jamestown.

The meeting was called to order at 8:00 A.M. by Chairman David A. Darlington.

Members Present:

David A. Darlington, Chairman

Stephen C. Waluk

Michael P. Lewis, Director DOT

Members Absent:

Richard P. Eannarino, Vice Chairman

Arthur H. Fletcher

Invited Guests:

Buddy Croft, Executive Director

Nancy L. Parrillo, CFO

Peter M. Janaros, Director of Engineering

Robert Moorehead, Chief of Maintenance

Kathryn O'Connor, EZ-Pass Supervisor

JoAnn Head, Executive Assistant

Robert S. Knychalski, Legal Counsel

Item No. 2

No public comments were made.

Motion by Stephen C. Waluk, seconded by Michael P. Lewis, passed unanimously to approve the minutes of the October 13, 2010 and December 8, 2010 meetings.

Item No. 4

Motion by Stephen C. Waluk, seconded by, Michael P. Lewis passed unanimously to approve:

Adler Pollock & Sheehan

Professional Services for the months of November & December 2010 \$14,895.00

Item No. 5

Motion by Michael P. Lewis, seconded by Stephen C. Waluk, passed unanimously to approve:

Pannone, Lopes & Devereaux

Professional Services for the Month of December

\$16,221.61

RITBA Minutes January 25, 2011

Page 2

Motion by Michael P. Lewis, seconded by Stephen C. Waluk, passed unanimously to approve:

Nixon Peabody LLP

Professional Services for the months of November & December 2010 \$ 4,434.58

Item No. 7

Motion by Michael P. Lewis, seconded by Stephen C. Waluk, passed unanimously to ratify:

Aetna Bridge Company – Mt. Hope Bridge

On-Call Deck Maintenance Contract 09-7

Partial Payment No. 1 \$175,955.83

Partial Payment No. 2 161,534.20

Total \$337,490.03

Item No. 8

Motion by Michael P. Lewis, seconded by Stephen C. Waluk, passed unanimously to ratify:

Burgin Lambert Inc. - Newport/Pell Bridge

Professional Services – Bridge and Toll Building

Invoice 01006.00-0000003 \$ 1,267.50

Invoice 01006.00-0000004 3,837.50

Total \$ 5,105.00

Motion by Michael P. Lewis, seconded by Stephen C. Waluk, passed unanimously to ratify:

Jacobs Engineering – Newport/Pell Bridge RITBA Traffic and Revenue Consultant Invoice WTXT3600 \$ 28,801.69

Item No. 10

Motion by Michael P. Lewis, seconded by Stephen C. Waluk, passed unanimously to ratify:

Modjeski and Masters, Inc. Mt. Hope Bridge 2010 Annual Inspection & FCM Inspection Invoice No. 1 (212895) \$60,040.07

Item No. 11

Motion by Michael P. Lewis, seconded by Stephen C. Waluk, passed unanimously to ratify:

Telvent EZ-Pass Contract 08-2

Invoice CFS 1050095 \$ 78,603.57
Invoice CFN 10090357 107,379.80
Invoice CFS 1040117 33,229.69
\$219,213.06

RITBA Minutes January 25, 2011
Page 3

Motion by Michael P. Lewis, seconded by Stephen C. Waluk, passed unanimously to ratify:

Requisition for Series 2010a – Requisition No. 4 & 5

Keville Enterprises, Inc. – Construction Inspection

\$ 6,489.61

12,265.34

20,499.58

PB Americas, Inc. 27,015.57

Total \$ 66,270.10

Item No. 13

Motion by Stephen C. Waluk, seconded by Michael P. Lewis, passed unanimously in the form of a resolution to approve the Restated RITBA 401(K) Plan which are: (1) eligibility of certain casual employees; (2) Quarterly participation eligibility upon completion of 12 months of continuous services; (3) the choice of a Roth 401 (K) as an investment option; (4) permissible withdrawal of 100% of money sources upon reaching age 59 $\frac{1}{2}$; and (5) a limitation on the number of outstanding loans a participant can have at one time.

Item No. 14

Motion by Stephen C. Waluk, seconded by Michael P. Lewis, passed unanimously to approve

in the form of a resolution to authorize a not to exceed expenditure of

Four Hundred Thousand and 00/100 Dollars (\$400,000) for the fourth year of services under Contract No. 08-4 to Aetna Bridge Company.

Item No. 15

Motion by Michael P. Lewis, seconded by Stephen C. Waluk, passed unanimously to approve in the form of a resolution to adopt RITBA Rules and Regulation and authorized the Executive Director to submit the Regulations to the Rhode Island Secretary of State for final promulgation.

Item No. 16

Motion by Michael P. Lewis, seconded by Stephen C. Waluk, passed unanimously to approve in the form of a resolution the revised Regulations Governing Nonpayment of Tolls and authorizes the Executive Director to submit the Revised Regulations to the Rhode Island Secretary of State for final promulgation.

Item No. 17

Motion by Stephen C. Waluk, seconded by Michael P. Lewis, passed unanimously to approve

in the form of a resolution to approve and award Contract 10-14 On-Call Engineering Services at the Mount Hope Bridge to Amman & Whitney. RITBA Chairman David A. Darlington, DOT Director Michael P. Lewis and RITBA Executive Director Buddy Croft interviewed five (5) firms for the On-Call Engineering Services: AECOM, Amman & Whitney, HNTB, Modjeski & Masters and Parsons Transportation

Group.

RITBA Minutes January 25, 2011

Page 4

RITBA Director of Engineering asked that Parsons Transportation Group be included as a second On-Call Engineer for the contract. Stephen C. Waluk and Michael P. Lewis said the Authority should stay with one engineer of record.

Item No. 18

Motion by Michael P. Lewis, seconded by Stephen C. Waluk, passed unanimously to table Item Number 19 Eident Sports Request for further information.

Item No. 19

Chairman's Report - Passed

Item No. 20

Executive Director's Report – Buddy Croft

12/9 - RDW

12/10 - Nancy Parrillo

12/10 - IBTTA Conference Call

12/10 - EDC

12/13 - Jay Johns / Jacobs

12/13 - PLD&W

12/14 - IAG Executive Committee

12/15 – Senior Staff

12/15 - DOT

12/17 - EDC

12/20 - Burgin Lambert

12/20 - Abhe

12/23 - Senior Staff

12/23 - Bill Granahan / Insurance

12/23 - PLD&W

12/29 - Senior Staff

01/4 - Senior Staff

01/4 – IBTTA

01/6 - Jay Johns / Jacobs

01/7 - Burgin Lambert

01/7 - Senior Staff

01/7 - Caseta / Paul Muzzey

01/7 - Eident Sports

01/10 - PLD&W

01/10 - PLD&W

1/18 - On-Call Intervieews @ DOT

1/19 - Paul Muzzey - Caseta

1/19 - RIPEC

1/20 - 1st Aid Training

1/20 - Senior Staff

1/20 - IAG Conference Call

1/20 – On-Call Interview @ DOT

1/21 – NE Toll Directors @ Tobin Bridge

Item No. 21

Finance Report – Nancy Parrillo

- Discussed the traffic and revenue results for the month of November.
- Discussed the actual vs. budget expenses report as of November 30, 2010.

Item No. 22

Engineering Report Peter M. Janaros, P.E.

Newport/Pell Bridge

- Ten Year Plan Implementation Ongoing
- 09-1 Steel Repairs / Painting Original Bids opened Feb. 22, 2010 Per direction of Board Re-Bid April 20, 2010 Awarded May 17, 2010 Mobilization Underway/Abrasive Blasting and painting started last month
- 08-4 Deck Repairs / Seal Replacements: By Aetna ongoing

 Inspection: FCM Inspection by PB - Report received / Revised / Awaiting Final
 RITBA Minutes January 25, 2011
 Page 5

- ELUR ready to close out with DEM
- First Responder Training w/ Newport Fire Department planned for this winter
- Ramp Project: Awaiting Newport's endorsement: New Option
 Pending: RIDOT will provide details in March meeting
- Studies status Median Barrier Wind study ongoing; some structural limitation needs to be studied further for high winds.
- West approach pavement; ready for design Deck evaluation; ongoing
- Administration Bldg. AIE services Schematic Phase and Scope of work development ongoing

Mt. Hope Bridge

- Ten Year Plan implementation Ongoing
- 08-1 Tower Pier Rehab: Project Closeout: Extra cost notification by Contractor denied
- 10-11 Design of North approach Steel Repairs & Painting ongoing
- Inspection by Modjeski & Masters for FCM / In-Depth Inspection this
 Fall; awaiting report
- Award to Aetna Bridge 09-7 On Call Maintenance Contract: work this
 Fall on Deck / Steel Repairs ongoing

Operations Report Marianne Hillier – Absent

Item No. 24

Executive Session

Motions by, Stephen C. Waluk, seconded by, Michael P. Lewis, passed unanimously to go into Executive Session Pursuant to RI General Laws 42-46-5 (a) (1) Personnel Matters, Pursuant to RI General Laws 42-46-5(a) (2) Potential Litigation, and Litigation, Pursuant to RI General Laws 42-46-5(a) (3) Security Matters at 8:55 A.M.

Motion by Stephen C. Waluk, seconded by Michael P. Lewis, passed unanimously to come out of Executive Session and to adjourn the meeting at 9:32 A.M.

Buddy Croft Secretary